

UNITED STATES BANKRUPTCY COURT
DISTRICT OF SOUTH DAKOTA

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In re: _____ : Case No. 10-10146
(Chapter 11)

VEBLEN EAST DAIRY LIMITED
PARTNERSHIP,
Tax ID/EIN: 20-8870979,

Debtor.

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**AGSTAR'S WITNESS AND EXHIBIT LIST RE:
MOTION TO EXCUSE COMPLIANCE
WITH 11 U.S.C. § 543(a), (b) and (c)**

AgStar Financial Services PCA, and AgStar Financial Services, FLCA (“AgStar”), by and through its attorneys of record, Woods, Fuller, Shultz & Smith P.C., hereby submits the following Exhibit and Witness List for the hearing on AgStar’s Motion to Excuse Compliance with 11 U.S.C. § 543(a), (b) and (c) scheduled to begin on Wednesday, July 14, 2010, commencing at 9:00 o’clock a.m. in the bankruptcy courtroom in Sioux Falls, South Dakota:

WITNESS LIST:

1. Chris Hawkins
2. Tiffany Breitreutz
3. Steve Weiss
4. Casey Westphalen
5. Richard Millner
6. Steven Nerger of Silverman Consulting, Chief Restructuring Officer
7. Any witness on Debtor's Witness List or called by any party
8. Any witnesses necessary for impeachment or rebuttal

EXHIBIT LIST:

ID.	BRIEF DESCRIPTION					NOTES
A1	Schedules and Statement of Affairs for Veblen West as amended and revised					
A2	Schedules and Statement of Affairs for The Dairy Dozen-Millnor, LLP, d/b/a Five Star Dairy - as amended or revised					
A3	Veblen East/PRM Management Agreement					
A4	Purchase Agreement/Assignment and Bill of Sale to Veblen West Dairy, LLP (\$4,639,568.76) (February 22, 2010)					
A5	Purchase Agreement/Assignment and Bill of Sale to Vantage Cattle Company, LLP (\$393,826.26) (February 22, 2010)					
A6	Purchase Agreement/Assignment and Bill of Sale to Vantage Cattle Company, LLP (\$2,217,122.21) (February 22, 2010)					
A7	Stipulation for Entry of Order (Receivership) - District Court, Blue Earth County, MN, March 2, 2010					
A8	Order (Receivership) - District Court, Blue Earth County, MN, March 3, 2010					

ID.	BRIEF DESCRIPTION					NOTES
		MARCH	APRIL	MAY	JUNE	
A9	Letter Brief by AgStar to District Court, Blue Earth County, MN, re Veblen East's Receiver's May 3, 2010 Report and Recommendations (June 7, 2010)					
A10	Letter Brief by AgStar to District Court, Blue Earth County, MN (June 8, 2010)					
A11	Letter Brief by AgStar to District Court, Blue Earth County, MN (June 21, 2010)					
A12	Curriculum Vitae: Steven Weiss (VAST)					
A13	Curriculum Vitae: Scott Yoder (VAST)					
A14	Curriculum Vitae: Ron Beach (VAST)					
A15	Curriculum Vitae: Casey Westphalen (VAST)					
A16	Curriculum Vitae: Mark Zacccone (VAST)					
A17	Curriculum Vitae: Lewis Denton Blevins (VAST)					
A18	Receiver (VAST) Update of Receivership Memorandum to District Court, Blue Earth County, MN (April 2, 2010)					

ID.	BRIEF DESCRIPTION					NOTES
						MARCHELLED MONETED
A19	Receiver (VAST) correspondence to the Honorable Bradley C. Walker (May 3, 2010) (submitting assessment of financial operating condition of Veblen East)					
A20	Receiver (VAST) Update of Receivership Memorandum to District Court, Blue Earth County, MN (July 12, 2010)					
A21	Settlement Agreement/Compliance Agreement by and between Veblen East Dairy and SD DENR (May 3, 2010)					
A22	Receiver's Motion regarding Feed Pile and Indebtedness Issue					
A23	Veblen East Dairy - Summary of amounts due from affiliated entities					
A24	The Dairy Dozen Heifers LLP Invoice (January 31, 2010) to Veblen East Dairy (\$855,000.00) together with Dairy Comp Record					
A25	Veblen East vendor balance detail for Vantage Cattle Company as of May 5, 2010					
A26	Veblen East customer balance detail for Veblen West as of July 7, 2010					
A27	List of Guarantors					

ID.	BRIEF DESCRIPTION					NOTES
A28	List of Owners and Ownership Interests					
A29	Any exhibits necessary for rebuttal or impeachment					
A30	Any exhibit used or disclosed by any other party					

Dated this 13th day of July, 2010.

WOODS, FULLER, SHULTZ & SMITH P.C.

By /s/ ROGER W. DAMGAARD

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